



# ACF INDUSTRIES

INCORPORATED

750 THIRD AVENUE, NEW YORK, N. Y. 10017, (212) 986-8600, CABLE ADDRESS: ACFUSA

RECORDATION NO. 3781-N Filed 1425

May 7, 1980

MAY 13 1980 - 9 10 AM

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20025

RECORDATION NO. 3781-0 Filed 1425

MAY 13 1980 - 9 10 AM

INTERSTATE COMMERCE COMMISSION

0-134A010

Date MAY 13 1980

Fee \$ 20.00

ICC Washington, D.C.

Dear Sir:

We enclose herewith for filing with the Commission pursuant to 49 U.S.C. Section 11303 five original counterparts of a Supplemental Equipment Trust Agreement and four original counterparts of a Bill of Sale, both dated March 21, 1980, between the following:

- (a) Trustee-Lessor: Bankers Trust Company  
One Bankers Trust Plaza  
New York, New York 10015
- (b) Lessee: ACF Industries, Incorporated  
750 Third Avenue  
New York, New York 10017

The equipment covered by the above Supplemental Equipment Trust Agreement is as follows:

- 4 Railroad Tank Cars, Class ICC 204 W, initialled ACFX and numbered 13204 through 13207 inclusive;
- 1 Railroad Tank Car, Class ICC 112 S 340 W, initialled ACFX and numbered 17047, and
- 5 Railroad Center Flow Covered Hopper Cars, initialled ACFX and numbered 46059, 46060, 46172, 46173 and 46174.

The equipment covered by the above Bill of Sale is as follows:

- 2 Railroad Tank Cars, Class ICC 103 W, initialled ACFX and numbered 14859 and 14864;
- 4 Railroad Tank Cars, Class ICC 111 A 100 W1, initialled ACFX and numbered 81442, 81933, 82051 and 82053, and

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I.C.C.  
FEE OPERATION BR.

*C. Cunningham & G. H. Harrison*

- 17 Railroad Center Flow Covered Hopper Cars, initialled ACFX and numbered as follows:

52436	61334	61367	61464
52850	61339	61369	61472
61185	61351	61370	61581
61333	61364	61463	61610
			61903

The enclosed Supplemental Equipment Trust Agreement supplements the Equipment Trust Agreement dated April 15, 1966 between Bankers Trust Company, Trustee-Lessor, and ACF Industries, Incorporated, Lessee, which was filed and recorded in your office at 4:30 P.M. on April 14, 1966 under Recordation No. 3781, and the enclosed Bill of Sale releases from said Equipment Trust Agreement the equipment described above in respect of said Bill of Sale. *Partial Release*

We also enclose two checks drawn to the order of the Commission in the sum of \$10.00 each in payment of the recordation fees in this connection.

We request that three copies of the enclosed Supplemental Equipment Trust Agreement and two copies of the enclosed Bill of Sale, including in each case the copy stamped "ACF" in the upper right hand corner, all bearing the Commission's recordation data, be returned to R. W. Montgomery, Assistant Secretary, ACF Industries, Incorporated, 750 Third Avenue, New York, New York 10017, or to the bearer.

Sincerely,



R. W. Montgomery  
Assistant Secretary

rwm:sm  
Enclosures

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## BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Bankers Trust Company, as Trustee (hereinafter called the Trustee) under the Equipment Trust Agreement dated April 15, 1966 (hereinafter called the Equipment Trust Agreement), between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the Company), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns the units of railroad equipment described in Exhibit B annexed hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 22nd day of April, 1980.

BANKERS TRUST COMPANY

BY M. K. [Signature]

Vice President

(Corporate Seal)

Attest:

[Signature]  
Assistant Secretary

STATE OF NEW YORK )  
                              : ss.:  
COUNTY OF NEW YORK )

On this 22nd day of April 1980 before me personally came

M. K. Klugman , to me known, who, being by me duly sworn,  
says that he is a Vice President of Bankers Trust Company, that  
the seal of said corporation, that said instrument was signed and  
sealed on behalf of said corporation by authority of its Board of  
Directors and he acknowledged that the execution of the foregoing  
instrument was the free act and deed of said corporation.

Vincent Sandford  
Notary Public

(Notarial Seal)

VINCENT E. SANDFORD  
Notary Public, State of New York  
No. 31-6/37160  
Qualified in New York County  
Commission Expires March 30, 1982

EXHIBIT B  
DESCRIPTION OF RELEASED EQUIPMENT

	<u>Placed In Service</u>	<u>Cost</u>	<u>Cost Less 1/20th For Each Year In Service</u>	<u>Actual Fair Value</u>	<u>Fair Value</u>
Tank Cars, Class ICC 103 W, initialled ACFX and numbered:					
14859	Mar 1965	\$13,812	\$3,453	\$4,037	\$ 4,037
14864	Mar 1965	13,812	3,453	4,037	4,037
Tank Cars, Class ICC 111 A 100 W 1 initialled ACFX and numbered:					
81442	Oct 1964	14,355	3,586	3,882	3,882
81933	Oct 1965	15,309	4,593	4,950	4,950
82051	Jan 1966	15,400	4,620	5,091	5,091
82053	Jan 1966	15,400	4,620	5,091	5,091
Center Flow Covered Hopper Cars, initialled ACFX and numbered:					
52436	Dec 1965	14,785	4,435	4,909	4,909
52850	Apr 1967	16,168	6,467	6,478	6,478
61185	Mar 1965	14,996	3,749	3,955	3,955
61333	June 1965	13,296	3,989	4,103	4,103
61334	June 1965	13,296	3,989	4,103	4,103
61339	June 1965	13,296	3,989	4,103	4,103
61351	June 1965	13,353	4,006	4,171	4,171
61364	June 1965	12,262	3,679	3,943	3,943
61367	June 1965	12,262	3,679	3,943	3,943
61369	June 1965	12,262	3,679	3,943	3,943
61370	June 1965	12,262	3,679	3,943	3,943
61463	Feb 1966	13,373	4,012	4,544	4,544
61464	Feb 1966	13,373	4,012	4,544	4,544
61472	Feb 1966	13,373	4,012	4,544	4,544
61581	Sept 1965	12,822	3,847	4,151	4,151
61610	Nov 1965	13,675	4,102	4,447	4,447
61903	Jan 1966	12,999	3,900	4,738	4,738
					\$101,650